

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

|                                   |   |                      |
|-----------------------------------|---|----------------------|
| -----                             | X |                      |
| MARK YOUNGERS, INDIVIDUALLY       | : |                      |
| AND ON BEHALF OF ALL OTHERS       | : | Case No. 15-8262-WHP |
| SIMILARLY SITUATED,               | : |                      |
|                                   | : |                      |
| Plaintiffs,                       | : |                      |
|                                   | : |                      |
| -against-                         | : |                      |
|                                   | : |                      |
| VIRTUS INVESTMENT PARTNERS, INC., | : |                      |
| <i>et al.</i>                     | : |                      |
|                                   | : |                      |
| Defendants.                       | : |                      |
| -----                             | X |                      |

**NOTICE OF MOTION TO DISMISS**

PLEASE TAKE NOTICE that, upon the accompanying Memorandum in Support, defendants Leroy Keith Jr., Philip R. McLoughlin, Geraldine M. McNamara, James M. Oates, Richard E. Segerson, and Ferdinand L.J. Verdonck, through their undersigned counsel, will move this Court at the United States District Court for the Southern District of New York at 500 Pearl Street, New York, New York, on a date and time to be set by the Court, for an order pursuant to Federal Rule of Civil Procedure 12(b)(6) dismissing the Second Amended Complaint.

Date: February 1, 2016  
New York, New York

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Defendants*